

Exhibit G



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June 22, 2017

Matthew G. Roseman, Esq.
Cullen and Dykman LLP
100 Quentin Roosevelt Boulevard
Garden City, New York 11530

Re: Dowling College, Sale of Oakdale Campus

Dear Matt:

As you know, this office represents Dowling College (“Seller”) in relation to its pending chapter 11 bankruptcy case. As you also know, your client, NCF Capital Limited (“NCF”) was declared the “Backup Bidder” at the conclusion of the auction held on April 4, 2017 (the “Auction”) and pursuant to certain Orders and procedures approved by the United States Bankruptcy Court for the Eastern District of New York (the “Court”), including the Order entered on December 16, 2016 approving certain bidding procedures (the “Bidding Procedures Order”).

Please be advised that on the date hereof, the Seller terminated the asset purchase agreement with Princeton Education Group LLC which entity was declared the “Successful Bidder” at the conclusion of the Auction.

As a result, this letter is notice to NCF that the Seller intends to proceed with a sale to NCF as the Backup Bidder in accordance with the Bidding Procedures Order.

Please contact us at your earliest convenience.

Very truly yours,

A handwritten signature in blue ink that reads "Sean C. Southard".

Sean C. Southard

Cc: Robert S. Rosenfeld (via email)